

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

IN RE: **Outsource Holdings, Inc.**Case No. **11-41938-dml-11**Chapter **11****AMENDED 4/18/2011****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
BNY Mellon Attn: Valerie Nuhfer 525 William Penn Place, 7th Flr Pittsburgh, PA 15259	Valerie Nuhfer  412-236-3133	Indenture		\$5,280,058.38
James Young 5010 91st St., #8 Lubbock, TX 79424		2009 Notes		\$688,500.00
Duncan Burkholder 4515 Marsha Sharp Frwy. Lubbock, TX 79407		2009 Notes		\$688,500.00
John Walton 4718 S. Loop 289 Lubbock, TX 79414		2009 Notes		\$573,750.00
Larry Rother 3601 Misty Creek Dr. Austin, TX 78735		2009 Notes		\$570,000.00
Jim Burke 8136 Sundance Dr. Mansfield, TX 76063		2009 Notes		\$570,000.00

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(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
James Mills 8160 Sundance Dr. Mansfield, TX 76063		2009 Notes		\$570,000.00
Ricky Green 4903 97th St. Lubbock, TX 79424		2009 Notes		\$401,625.00
Greg Garland 5723 83rd Lane Lubbock, TX 79424		2009 Notes		\$401,625.00
Keefe, Bruyette & Woods 787 Seventh Ave., 5th Flr. New York, NY 10019		Marketing Fee	Contingent	\$400,000.00
Ronnie Malone 5506 Vista Meadow Dallas, TX 75248		2009 Notes		\$285,000.00
Bruce Orr 3617 Woodedcreek Cr. Arlington, TX 76016		2009 Notes		\$285,000.00
James Young 5010 91st St., #8 Lubbock, TX 79424		2010 Notes		\$22,145.00

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(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Duncan Burkholder 4515 Marsha Sharp Frwy. Lubbock, TX 79407		2010 Notes		\$22,145.00
John Walton 4718 S. Loop 289 Lubbock, TX 79414		2010 Notes		\$18,455.00
Ricky Green 4903 97th St. Lubbock, TX 79424		2010 Notes		\$12,918.00
Greg Garland 5723 83rd Lane Lubbock, TX 79424		2010 Notes		\$12,918.00
Ronnie Malone 5506 Vista Meadow Dallas, TX 75248		2010 Notes		\$9,227.00
Bruce Orr 3617 Woodedcreek Cr. Arlington, TX 76016		2010 Notes		\$9,227.00
Texas State Comptroller 111 E. 17th St. Austin TX 78774-0001		State Franchise Taxes		\$0.00

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Case No. 11-41938-dml-11

Chapter 11

AMENDED 4/18/2011

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the Director of the Corporation  
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the  
best of my information and belief.

Date: 4/18/2011

Signature:   
Doug Boyd  
Director